

R. Stephen McNeill

Counse

R. Stephen McNeill focuses his practice on complex bankruptcy proceedings involving national and regional clients, including debtors, secured lenders, creditors' committees and a variety of unsecured creditors. Steve has been involved in contesting and defending asset sales and plans of reorganization, assumption and rejection of leases and contracts, and other creditor issues including defense of preference litigation.

In addition to being a frequent author on bankruptcy-related topics, Steve is a coordinating editor of the *American Bankruptcy Institute Journal*'s Building Blocks column, co-secretary of the Delaware Bankruptcy Inn of Court, and a certified Superior Court mediator.

REPRESENTATIVE MATTERS

Debtor Representations

- Co-counsel to the debtors, Hospitality Investors Trust, Inc., et al., Case No. 21-10831 (CTG)
- Counsel to the debtors, SIW Holding Company, Inc., et al, Case No. 18-11579 (CSS)
- Co-counsel to the debtors, CST Industries, Inc., et al, Case No. 17-11293 (BLS)
- Co-counsel to the debtor, Suniva, Inc., Case No. 17-10837 (KG)
- Co-counsel to the debtors, IPC International Corporation, et al, Case No. 13-12050 (MFW)
- Co-counsel to the debtor, Powerwave Technologies, Inc., Case No. 13-10134 (MFW)
- Co-counsel to the debtor, Beacon Power Corporation, Case No. 11-13450 (KJC)
- Counsel to the debtor, Doveview, LLC, Case No. 10-11519 (KG)
- Counsel to the debtor, Hotels Union Square Mezz 2 LLC, Case No. 10-11001 (KJC)
- Counsel to the debtor, Hotels Union Square Mezz 1 LLC, Case No. 10-10971 (KJC)
- Counsel to the debtors, Formtech Industries, LLC, Case No. 09-12964 (MFW)
- Co-counsel to the debtors, Pacific Ethanol Holding Co. LLC, et al, Case No. 09-11713 (KG)



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EDUCATION

Washington and Lee University School of Law, J.D., cum laude, 2008; Senior Articles Editor, Washington and Lee Law Review

Auburn University at Montgomery, B.S., *summa cum laude*, 2002

BAR & COURT ADMISSIONS

Delaware, 2008

United States District Court for the District of Delaware, 2009

United States Court of Appeals for the Third Circuit, 2009

PRACTICE AREAS

Business & Commercial Litigation
Commercial Litigation

Restructuring, Bankruptcy & Creditors' Rights

PROFESSIONAL ACTIVITIES AND HONORS

Certified mediator, Superior Court of Delaware

Delaware Bankruptcy Court mediator

Recognized by *The Best Lawyers in America* for Litigation - Bankruptcy, 2020, 2021 and 2022 editions



- Co-counsel to the debtors, Pitt Penn Holding Company, Inc., et al, Case No. 09-11475 (BLS)
- Co-counsel to the debtors, USI Senior Holding, Inc., et al., Case No. 09-11150 (MFW)
- Co-counsel to the debtors, G.I. Joe's Holding Corporation, et al, Case No. 09-10713 (KG)
- Counsel to the debtor, Nailite International, Inc., Case No. 09-10526 (MFW)
- Counsel to the debtor, Delfasco, Inc., Case No. 08-11578 (MFW)
- Counsel to the debtor, Amp'd Mobile, Inc., Case No. 07-10739 (BLS)

Lender Representations

- Counsel to the lender of Media Lodge, Inc., Case No. 20-12969 (JTD)
- Co-counsel to prepetition agents for second term facility, Hospital Acquisition, Case No. 19-10998
- Co-counsel to the prepetition revolver agent and lender, Appvion, Inc. et al, Case No. 17-12082 (KJC)
- Co-counsel to the prepetition collateral and administrative agent,
 Peekay Acquisition, LLC, et al, Case No. 17-11722 (BLS)
- Co-counsel to the prepetition agent, Rupari Holding Corp., et al, Case No. 17-10793 (KJC)
- Co-counsel to the prepetition administrative agent, Paragon Offshore PLC, et al, Case No. 16-10386 (CSS)
- Co-counsel to the DIP agent, Swift Energy Company, et al, Case No. 15-12670 (MFW)
- Co-counsel to the prepetition and DIP administrative agent, Magnum Hunter Resources Corporation, et al, Case No. 15-12533 (KG)
- Co-counsel to the prepetition senior secured creditor, Cubic Energy, Inc., et al, Case No. 15-12500 (CSS)
- Co-counsel to the prepetition administrative agent, Radioshack Corporation, et al, Case No. 15-10197 (BLS)
- Co-counsel to the EFIH first lien DIP agent, Energy Future Holdings Corp., et al, Case No. 14-10979 (CSS)
- Co-counsel to the prepetition lender, Green Field Energy Services, Inc., et al, Case No. 13-12783 (KG)
- Co-counsel to the ship financier, Overseas Shipbuilding Group, Inc., et al, Case No. 12-20000 (PJW)
- Co-counsel to the administrative and collateral agent for certain second lien lenders, Graceway Pharmaceuticals, LLC, et al, Case No. 11-13036 (KJC)

Co-secretary of the Delaware Bankruptcy American Inn of Court (2021-22)

Delaware State Bar Association American Bar Association American Bankruptcy Institute MENSA





- Co-counsel to the steering committee of first lien lenders, Foamex International, Inc. et al, Case No. 09-10560 (KJC)
- Co-counsel to the prepetition agent and lender, Tribune Company, et al, Case No. 08-13141 (KJC)
- Co-counsel to the ad hoc group of bank noteholders, Washington Mutual, Inc., et al, Case No. 08-12229 (MFW)
- Co-counsel to the prepetition agent, DIP Agent and Lender, Semcrude, L.P., et al, Case No. 08-11525 (BLS)
- Co-counsel to the prepetition and DIP administrative agent, American Home Mortgage Holdings, Inc., et al, Case No. 07-11047 (CSS)

Committee Representations

- Conflicts counsel to the official committee of unsecured creditors, Renovate America, Inc., Case No. 20-13172 (LSS)
- Counsel to the official committee of unsecured creditors, smarTours, LLC, et al., Case No. 20-12625 (KBO)
- Co-counsel to the official committee of unsecured creditors, John Varvatos Enterprises, Inc., et al., Case No. 20-11043 (MFW)
- Counsel to the ad hoc committee of service providers, MTE Holdings LLC, et al., Case No. 19-12269 (KBO)
- Counsel to the ad hoc committee of Hahnemann residents and fellows, Center City Healthcare, LLC d/b/a Hahnemann University Hospital, et al., Case No. 19-11466 (KG)
- Co-counsel to the official committee of unsecured creditors, Pernix Sleep, Inc., et al, Case No. 19-10323 (CSS)
- Co-counsel to large unsecured creditor and committee member, ATD Corporation, Case No. 18-12221 (KJC)
- Co-counsel to the official committee of unsecured creditors, Affirmative Insurance Holdings, Inc., et al, Case No. 15-12136 (CSS)
- Counsel to the official committee of unsecured creditors and liquidating trustee, Traffic Control and Safety Corporation, et al, Case No. 12-11287 (KJC)
- Co-counsel to the official committee of unsecured creditors, AFA Investment Inc., et al, Case No. 12-11127 (MFW)
- Counsel to the large unsecured creditor and committee member, Pure Beauty Salons & Boutiques, Inc., et al,
 Case No. 11-13159 (MFW)
- Co-counsel to the official committee of unsecured creditors and liquidating trustee, Vion Pharmaceuticals, Inc., Case No. 09-14429 (CSS)
- Co-counsel to the official committee of unsecured creditors, Vermillion, Inc., Case No. 09-11091 (CSS)
- Co-counsel to the official committee of unsecured creditors, Nova Holding Clinton County, LLC, et al, Case No. 09-11081 (KG)
- Co-counsel to the official committee of unsecured creditors and liquidating trustee, Broadstripe, LLC, Case No. 09-10006 (CSS)
- Co-counsel to the official committee of unsecured creditors and oversight committee of unsecured creditors, Boscov's Inc., Case No. 08-11637 (KG)

Chapter 15 Representations

Counsel to the foreign representative in Motorcycle Tires and Accessories, Case No. 19-12706



- Counsel to large unsecured creditors, Cinram International Inc., Case No. 12-11882 (KJC)
- Co-counsel to the foreign representative, Wellpoint Systems, Inc., et al, Case No. 11-10423 (MFW)

Buyer Representations

- Co-Counsel to stalking house bidder, RentPath Holdings, Inc. et al, Case No. 20-10312 (BLS)
- Co-counsel to the stalking horse bidder, Promise Healthcare Group, LLC, et al, Case No. 18-12491 (CSS)
- Co-counsel to the stalking horse bidder and DIP lender, Bertucci's Holdings, Inc., et al, Case No. 18-10894 (MFW)
- Co-counsel to the stalking horse bidder, Scottish Holdings, Inc., et al, Case No. 18-10160 (LSS)
- Co-counsel to the stalking horse buyer, DIP Lender, prepetition lender and prepetition agent, AHI Liquidating 123, Inc., Case No. 17-10635 (KG)

Liquidating Fiduciary Representations

 Counsel to the liquidation trustee, The Relay Shoe Company, LLC, et al., Case No. 18-11145 (LSS) (The Rockport Company, LLC, et al.)

Other Significant Representations

- Co-counsel to group of litigation claimants, Gulf Coast Health Care, LLC, et al., Case No. 21-11336 (KBO)
- Counsel to petitioning creditors, Education Corporate of America, Case No. 20-10034
- Counsel to certain consignment creditors, Sports Authority Holdings, Inc., et al, Case No. 16-10527 (MFW)
- Counsel to the petitioning creditors, Beanstock Media, Inc., Case No. 15-12077 (BLS)
- Co-counsel to major equity holder and litigation counterparty, F-Squared Investment Management, LLC, et al, Case No. 15-11469 (LSS)
- Counsel to state appointed receiver, Columbus Exploration LLC, Case No. 13-10347 (PJW)
- Counsel to large unsecured creditor and litigation counterparty, Blitz U.S.A., Inc., Case No. 11-13603 (CSS)
- Counsel to large unsecured creditors, Barnes Bay Development Ltd., Case No. 11-10792 (PJW)
- Co-counsel to large unsecured creditors and litigation counterparties, Anderson News, LLC, Case No. 09-10695 (CSS)
- Counsel to governmental creditor, DBSI, Inc. et al, Case No. 08-12687 (CSS)

PUBLICATIONS

Avoiding the Merge: Closing the Dawson Farms Loophole for Bad Actors Norton Journal of Bankruptcy Law and Practice, Spring 2022

A Two For One Special: An Analysis Of A Bankruptcy Trustee's Control Of The Privilege Of A Debtor And Its Special Committees

Norton Annual Survey of Bankruptcy Law, 2021 Edition

A Demanding Right of Way: An Analysis of the Intersection of Stockholder Corporate Governance and Bankruptcy *Norton Annual Survey of Bankruptcy Law*, November 2020



Waivers and their Consequences: An Analysis of the Limitations of Fiduciary Duties in Delaware LLC Bankruptcies American Bankruptcy Law Journal, Winter 2019

Catch A Waiver: Advanced Issues in Delaware Entity Lien Challenges ABI Journal, April 2020

Loyalty to the Bar: An Analysis of Corporate Charter Bankruptcy Blocking Provisions Norton Journal of Bankruptcy Law and Practice, Spring 2020

Substantive Consolidation: A National Survey

December 6, 2019

Closing the Window: A Proposal to Insure Committee Members Against Fiduciary Duty Claims Norton Annual Survey of Bankruptcy Law, November, 2019

Into the Depths of Deference: A Deep Dive into Competing Committee Modification Powers Norton Annual Survey of Bankruptcy Law, November, 2019

Breaking-Up the Code: A Method for Calculating Break-Up Fees in Value Decreasing Transactions Norton Annual Survey of Bankruptcy Law, November, 2018

The Case For Applying The Delaware Courts' Recent Transactional "Road Maps" To Bankruptcy Proceedings Norton Annual Survey of Bankruptcy Law, November, 2018

McNeill and Slaugh Weigh in on Notice and the Death of Nondebtor Substantive Consolidation *Law360*, September 24, 2018

McNeill Offers a Practitioner's Guide to Federal Governmental Creditor Fraudulent Conveyance Actions American Bankruptcy Law Journal, August 28, 2018

McNeill Discusses Virtual Warehouses and Potential Assertion of Article 7 Liens ABA Corporate Counsel, December 6, 2017

McNeill Authors Article Discussing Walrath's Decision in *Soffe Delaware Business Court Insider*, September 21, 2017

Non-Debtor Substantive Consolidation: The Tensions of Form and Substance Norton Annual Survey of Bankruptcy Law, September 2017

O'Toole and McNeill Analyze the Latest Failure to Create Bankruptcy-Proof Entities Norton Annual Survey of Bankruptcy Law, September 1, 2017

Are Two Caps Better Than One? An Analysis of the Interplay Between §§ 502(b)(6) and 503(b)(7) ABI Journal, February 2017

Uncommonly Common: A Chapter 13 Validation of the Seventh Circuit's Interpretation of Section 1111(b) Norton Journal of Bankruptcy Law and Practice, June 2016

Applying Decision Tree Analysis to Expedite Preference Settlements ABI Journal, December 2015

The Emerging Importance of Bankruptcy Rule 9033 After Stern Delaware Business Court Insider, April 18, 2012





Delaware Bankruptcy Court Limits 'New Value Exception' in Preference Clawback Suits Delaware Business Court Insider, March 7, 2012

RECENT NEWS

43 Potter Anderson Lawyers Recognized in Best Lawyers in America 2022 August 19, 2021

41 Potter Anderson Lawyers Recognized in *Best Lawyers in America* 2021 August 20, 2020

McNeill and Slaugh Author Book on Substantive Consolidation December 6, 2019

McNeill Wins Editors' Prize From *American Bankruptcy Law Journal* November 1, 2019

33 Potter Anderson Attorneys Named to the 2020 Best Lawyers® List August 15, 2019

Potter Anderson Announces New Partners, Counsel January 7, 2019

RECENT EVENTS & SPEAKING ENGAGEMENTS

McNeill Discusses Pre-Petition Pitfalls at ABI Bankruptcy Workshop July 19, 2019

Maxwell and McNeill Present on Bankruptcy Process for LLCs June 13, 2019

McNeill Presents on Trends and Updates in Fraudulent Transfers January 16, 2019

